

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

YOUFIT HEALTH CLUBS, LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 20-12841 (MFW)

(Jointly Administered)

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) ss:
COUNTY OF KINGS)

I, Sung Jae Kim, declare:

1. I am over the age of 18 years and not a party to these chapter 11 cases.
2. I am employed by Donlin, Recano & Company, Inc. (“DRC”), 6201 15th Avenue, Brooklyn, NY 11219.
3. On the 18th day of December, 2020, DRC, under my supervision, caused to be served a true and accurate copy of the following documents:
 - (i) *Declaration of Brian Gleason in Support of Sale Motion* (Docket No. 526);
 - (ii) *Debtors' Omnibus Reply in Support of Sale Motion* (Docket No. 527); and

¹ The last four digits of YouFit Health Clubs, LLC’s tax identification number are 6607. Due to the large number of debtor entities in these chapter 11 cases, for which joint administration has been requested, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent at www.donlinrecano.com/yfhc. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 1350 E. Newport Center Dr., Suite 110, Deerfield Beach, FL 33442.

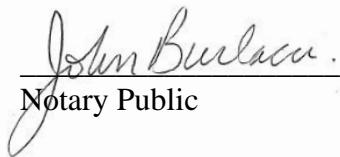
(iii) *Omnibus Response of BGC Lender Rep LLC on Behalf of the Prepetition Secured Parties and DIP Lenders and YF FC Acquisition LLC's to the Objections of (A) Jason Blank, Individually and on Behalf of Similarly Situated Class Members, (B) Rick Berks, Christy Berks-Stross, and Jason Stross, (C) Certain Landlords, and (D) The Official Committee of Unsecured Creditors, to the Debtors' Motion for an Order Approving the Sale of Substantially All of the Debtors' Assets and Joinder in the Debtors' Reply to the Same* (Docket No. 528),

to be served via electronic mail upon the parties as set forth on Exhibit 1; via Federal Express Priority Overnight delivery upon the parties as set forth on Exhibit 2; and via USPS Express Mail upon the parties as set forth on Exhibit 3, attached hereto.

I declare under penalty of perjury that the foregoing is true and correct to the best of my personal knowledge. Executed this 22nd day of December, 2020, Brooklyn, New York.

By 
Sung Jae Kim

Sworn before me this
22nd day of December, 2020



Notary Public

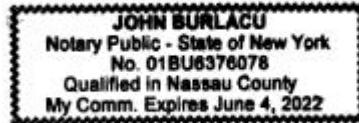


EXHIBIT 1

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000345P001-1447A-019 ALABAMA ATTORNEY GENERAL STEVE MARSHALL 501 WASHINGTON AVE MONTGOMERY AL 36130 SCHEDULING@STEVENMARSHALL.GOP	012386P001-1447A-019 ALLEN MATKINS LECK GAMBLE IVAN M GOLD THREE EMBARCADERO CENTER 12TH FL SAN FRANCISCO CA 94111-4074 IGOLD@ALLENMATKINS.COM	012385P001-1447A-019 ARDEN LAW LLC SAMUEL R ARDEN 710 DENARDS MILL SE MARIETTA GA 30067 SAM@ARDENLAWLLC.COM	000346P001-1447A-019 ARIZONA ATTORNEY GENERAL MARK BRNOVICH 1275 WEST WASHINGTON ST PHOENIX AZ 85007 AGINFO@AZAG.GOV
000097P001-1447S-019 ASHBY & GEDDES PA STACY L NEWMAN,ESQ 500 DELAWARE AVE, 8TH FLOOR P O BOX 1150 WILMINGTON DE 19899-1150 SNEWMAN@ASHBYGEDDES.COM	000071P001-1447S-019 BALLARD SPAHR LLP LESLIE C HEILMAN;LAUREL D ROGLEN 919 N MARKET ST.,11TH FLOOR WILMINGTON DE 19801-3034 HEILMANL@BALLARDSPAHR.COM	000071P001-1447S-019 BALLARD SPAHR LLP LESLIE C HEILMAN;LAUREL D ROGLEN 919 N MARKET ST.,11TH FLOOR WILMINGTON DE 19801-3034 ROGLENL@BALLARDSPAHR.COM	000072P002-1447S-019 BALLARD SPAHR LLP DAVID L POLLACK; LINDSEY ZIOTNS 1735 MARKET ST.,51ST FLOOR PHILADELPHIA PA 19103=7599 ZIOTNSL@BALLARDSPAHR.COM
000072P002-1447S-019 BALLARD SPAHR LLP DAVID L POLLACK; LINDSEY ZIOTNS 1735 MARKET ST.,51ST FLOOR PHILADELPHIA PA 19103=7599 ZIOTNSL@BALLARDSPAHR.COM	000094P001-1447S-019 BARCLAY DAMON LLP KEVIN M NEWMAN BARCLAY DAMON TOWER 125 EAST JEFFERSON ST SYRACUSE NY 13202 KNEWMAN@BARCLAYDAMON.COM	000095P001-1447S-019 BARCLAY DAMON LLP SCOTT L FLEISCHER 1270 AVENUE OF THE AMERICAS STE 501 NEW YORK NY 10020 SFLEISCHER@BARCLAYDAMON.COM	000073P001-1447S-019 BERGER SINGERMAN LLP BRIAN G RICH,ESQ 313 NORTH MONROE ST.,STE 301 TALLAHASSEE FL 32301 BRICH@BERGERSINGERMAN.COM
000076P001-1447S-019 BERGER SINGERMAN LLP MICHAEL J NILES, ESQ 313 NORTH MONROE ST.,STE 301 TALLAHASSEE FL 32301 MNILES@BERGERSINGERMAN.COM	000088P001-1447S-019 BIELLI & KLAUDER LLC DAVID M KLAUDER,ESQ 1204 N KING ST WILMINGTON DE 19801 DKLAUDER@BK-LEGAL.COM	006278P001-1447A-019 JASON BLANK EDWARDS POTTINGER LLC SETH LEHRMAN 425 NORTH ANDREWS AVE STE 2 FORT LAUDERDALE FL 33301 SETH@EPLLC.COM	012040P002-1447A-019 BLANKROME VICTORIA A GUILFOYLE JOSE F BIBILONI 1201 N MARKET ST STE 800 WILMINGTON DE 19801 GUILFOYLE@BLANKROME.COM
012040P002-1447A-019 BLANKROME VICTORIA A GUILFOYLE JOSE F BIBILONI 1201 N MARKET ST STE 800 WILMINGTON DE 19801 JBIBILONI@BLANKROME.COM	000085P001-1447S-019 BROWARD COUNTY ATTORNEY SCOTT ANDRON,ASSISTANT COUNTY ATTORNEY GOVERNMENT CENTER STE 423 115 SOUTH ANDREWS AVE FORT LAUDERDALE FL 33301 SANDRON@BROWARD.ORG	000103P001-1447S-019 CITY OF PHILADELPHIA LAW DEPT MEGAN N HARPER,DEPUTY CITY SOLICITOR MUNICIPAL SERVICES BUILDING 1401 JFK BLVD 5TH FLOOR PHILADELPHIA PA 19102-1595 MEGAN.HARPER@PHILA.GOV	000086P001-1447S-019 COLEMAN & DEMPSEY LLP ARLENE L COLEMAN TWO RAVINIA DRIVE STE 1250 ATLANTA GA 30346 ACOLEMAN@COLEMAN-DEMPSEY.COM
012380P001-1447A-019 CONNOLLY GALLAGHER LLP JEFFREY C WISLER 1201 NORTH MARKET ST 20TH FL WILMINGTON DE 19801 JWISLER@CONNOLLYGALLAGHER.COM	012388P001-1447A-019 COUSINS LAW LLC SCOTT D COUSINS BRANDYWINE PLAZA WEST 1521 CONCORD PIKE STE 301 WILMINGTON DE 19803 SCOTT.COUSINS@COUSINS-LAW.COM	000018P001-1447S-019 DELAWARE ATTORNEY GENERAL BANKRUPTCY DEPT CARVEL STATE OFFICE BLDG 820 N FRENCH ST 6TH FL WILMINGTON DE 19801 ATTORNEY.GENERAL@STATE.DE.US	000012P002-1447S-019 DELAWARE DIVISION OF REVENUE CHRISTINA ROJAS CARVEL STATE OFFICE BUILD 8TH FL 820 N FRENCH ST WILMINGTON DE 19801 CHRISTINA.ROJAS@DELAWARE.GOV

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00008P001-1447S-019 DELAWARE SECRETARY OF STATE DIV OF CORPORATIONS FRANCHISE TAX PO BOX 898 DOVER DE 19903 DOSDOC_FTAX@STATE.DE.US	012379P001-1447A-019 EGGNATZ PASCUCCI JOSHUA H EGGNATZ 7450 GRIFFIN RD STE 230 DAVIE FL 33314 JEGGNATZ@JUSTICEEARNED.COM	000091P001-1447S-019 FERRY JOSEPH P.A. RICK S MILLER,ESQ 824 MARKET ST.,STE 1000 P O BOX 1351 WILMINGTON DE 19899-1351 RMILLER@FERRYJOSEPH.COM	000061P001-1447S-019 FROST BROWN TODD LLC RONALD E GOLD;ERIN P SEVERINI;KENDAL HARDISON 3300 GREAT AMERICAN TOWER 301 EAST FOURTH ST CINCINNATI OH 45202 ESEVERINI@FBTLAW.COM
000061P001-1447S-019 FROST BROWN TODD LLC RONALD E GOLD;ERIN P SEVERINI;KENDAL HARDISON 3300 GREAT AMERICAN TOWER 301 EAST FOURTH ST CINCINNATI OH 45202 ESEVERINI@FBTLAW.COM	000061P001-1447S-019 FROST BROWN TODD LLC RONALD E GOLD;ERIN P SEVERINI;KENDAL HARDISON 3300 GREAT AMERICAN TOWER 301 EAST FOURTH ST CINCINNATI OH 45202 KHANDISON@FBTLAW.COM	000081P001-1447S-019 GATOR FLOWER MOUND LLC MARK SHANDLER 7850 NW 146TH ST.,4TH FLOOR MIAMI LAKES FL 33016 MSHANDLER@GATORINV.COM	000104P001-1447S-019 GRAY ROBINSON P.A. STEVEN J SOLOMON,ESQ 333 S.E. 2ND AVE.,STE 3200 MIAMI FL 33131 STEVEN.SOLOMON@GRAY-ROBINSON.COM
000002P001-1447S-019 GREENBERG TRAURIG LLP DENNIS A MELORO 1007 NORTH ORANGE STREET SUITE 1200 WILMINGTON DE 19801 MELOROD@GTLAW.COM	000003P001-1447S-019 GREENBERG TRAURIG LLP NANCY A PETERMAN 77 WEST WACKER DRIVE SUITE 3100 CHICAGO IL 60601 PETERMANN@GTLAW.COM	000004P002-1447S-019 GREENBERG TRAURIG LLP ERIC HOWE 77 WEST WACKER DRIVE SUITE 3100 CHICAGO IL 60601 HOWEE@GTLAW.COM	000056P001-1447S-019 GREYLION PERELLA WEINBERG PARTNERS LP ELLEN ROSENBERG 767 FIFTH AVENUE NEW YORK NY 10153 ellen@greylioncapital.com
000057P001-1447S-019 GREYLION LATHAM & WATKINS LLP JOHAN (HANS) V. BRIGHAM 200 CLARENDON STREET BOSTON MA 02116 JOHAN.BRIGHAM@LW.COM	000105P001-1447S-019 HILLSBOROUGH COUNTY TAX COLLECTOR BRIAN T FITZGERALD,ESQ SENIOR ASST COUNTY ATTORNEY POST OFFICE BOX 1110 TAMPA FL 33601-1110 FITZGERALDB@HILLSBOROUGHCOUNTY.ORG	000065P001-1447S-019 HOGAN LOVELLS US LLP ATTN: DAVID P. SIMONDS AND CHRISTOPHER R. BRYANT 1999 AVENUE OF THE STARS SUITE 1400 LOS ANGELES CA 90067 DAVID.SIMONDS@HOGANLOVELLS.COM	000065P001-1447S-019 HOGAN LOVELLS US LLP ATTN: DAVID P. SIMONDS AND CHRISTOPHER R. BRYANT 1999 AVENUE OF THE STARS SUITE 1400 LOS ANGELES CA 90067 CHRIS.BRYANT@HOGANLOVELLS.COM
000060P001-1447S-019 HOLLAND & KNIGHT PHILLIP W NELSON;JOSHUA M SPENCER;ANASTASIA M SOTI 150 N RIVERSIDE PLAZA STE 2700 CHICAGO IL 60606 PHILLIP.NELSON@HKLAW.COM	000060P001-1447S-019 HOLLAND & KNIGHT PHILLIP W NELSON;JOSHUA M SPENCER;ANASTASIA M SOTI 150 N RIVERSIDE PLAZA STE 2700 CHICAGO IL 60606 JOSHUA.SPENCER@HKLAW.COM	000060P001-1447S-019 HOLLAND & KNIGHT PHILLIP W NELSON;JOSHUA M SPENCER;ANASTASIA M SOTI 150 N RIVERSIDE PLAZA STE 2700 CHICAGO IL 60606 ANASTASIA.SOTIROPOULOS@HKLAW.COM	000082P001-1447S-019 HULEN POINTE RETAIL LLC BO AVERY 4801 HARBOR DRIVE FLOWER MOUND TX 75022 BO@TRIMARSH.COM
000093P001-1447S-019 IURILLO LAW GROUP PA CAMILLE J IURILLO;KEVIN L HING 5628 CENTRAL AVE ST PETERSBURG FL 33707 CIURILLO@IURILLOLAW.COM	000093P001-1447S-019 IURILLO LAW GROUP PA CAMILLE J IURILLO;KEVIN L HING 5628 CENTRAL AVE ST PETERSBURG FL 33707 KHING@IURILLOLAW.COM	000084P001-1447S-019 JASON BLANK JOSHUA EGGNATZ; EGGNATZ PASCUCCI 7450 GRIFFIN RD.,STE 230 DAVIE FL 33314 JEGGNATZ@JUSTICEEARNED.COM	012028P001-1447A-019 JOHN R WEAVER JR PA JOHN R WEAVER JR 831 N TATNALL ST WILMINGTON DE 19801 JWEAVERLAW@VERIZON.NET

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000075P002-1447S-019 KELLEY DRYE & WARREN LLP ROBERT L LEHANE;MARK SCOTT PHILLIP A. WEINTRAUB 101 PARK AVE NEW YORK NY 10178 RLEHANE@KELLEYDRYE.COM	000075P002-1447S-019 KELLEY DRYE & WARREN LLP ROBERT L LEHANE;MARK SCOTT PHILLIP A. WEINTRAUB 101 PARK AVE NEW YORK NY 10178 MASCOTT@KELLEYDRYE.COM	000075P002-1447S-019 KELLEY DRYE & WARREN LLP ROBERT L LEHANE;MARK SCOTT PHILLIP A. WEINTRAUB 101 PARK AVE NEW YORK NY 10178 KDWBANKRUPTCYDEPARTMENT@KELLEYDRYE.COM	000075P002-1447S-019 KELLEY DRYE & WARREN LLP ROBERT L LEHANE;MARK SCOTT PHILLIP A. WEINTRAUB 101 PARK AVE NEW YORK NY 10178 PWEINTRAUB@KELLEYDRYE.COM
012377P001-1447A-019 LAW OFFICE OF SUSAN E KAUFMAN LLC SUSAN E KAUFMAN 919 NORTH MARKET ST STE 460 WILMINGTON DE 19801 SKAUFMAN@SKAUFMANLAW.COM	000080P001-1447S-019 LAW OFFICES OF KENNETH L BAUM LLC KENNETH L BAUM.ESQ 167 MAIN ST HACKENSACK NJ 07601 KBAUM@KENBAUMDEBTSOLUTIONS.COM	012382P001-1447A-019 LEECH TISHMAN FUSCALDO AND LAMPL LLC GREGORY W HAUSWIRTH PATRICK W. CAROTHERS 1007 NORTH ORANGE ST 4TH FL WILMINGTON DE 19801 GHAUSWIRTH@LEECHTISHMAN.COM	012382P001-1447A-019 LEECH TISHMAN FUSCALDO AND LAMPL LLC GREGORY W HAUSWIRTH PATRICK W. CAROTHERS 1007 NORTH ORANGE ST 4TH FL WILMINGTON DE 19801 PCAROTHERS@LEECHTISHMAN.COM
000066P001-1447S-019 LINEBARGER GOGGAN BLAIR & SAMPSON LLP ELIZABETH WELLER 2777 N STEMMONS FREEWAY STE 1000 DALLAS TX 75207 DALLAS.BANKRUPTCY@PUBLICANS.COM	000066P001-1447S-019 LINEBARGER GOGGAN BLAIR & SAMPSON LLP ELIZABETH WELLER 2777 N STEMMONS FREEWAY STE 1000 DALLAS TX 75207 BETHW@PUBLICANS.COM	000101P001-1447S-019 LINEBARGER GOGGAN BLAIR & SAMPSON LLP JOHN P DILLMAN P O BOX 3064 HOUSTON TX 77253-3064 HOUSTON_BANKRUPTCY@PUBLICANS.COM	000349P001-1447A-019 LOUISIANA ATTORNEY GENERAL JEFF LANDRY PO BOX 94095 BATON ROUGE LA 70804-4095 CONSTITUENTSERVICES@AG.LOUISIANA.GOV
000089P001-1447S-019 MANATEE COUNTY TAX COLLECTOR , KEN BURTON JR. ATTN: MICHELLE LEESON, PARALEGAL, COLLECTIONS SPEC 1001 3RD AVE WEST SUITE 240 BRADENTON FL 34205-7863 LEGAL@TAXCOLLECTOR.COM	000069P001-1447S-019 MARICOPA COUNTY ATTORNEY'S OFFICE PETER MUTHIG 225 W MADISON ST PHOENIX AZ 85003 MUTHIGK@MCAO.MARICOPA.GOV	000350P001-1447A-019 MARYLAND ATTORNEY GENERAL BRIAN FROSH 200 ST PAUL PL BALTIMORE MD 21202-2022 OAG@OAG.STATE.MD.US	000090P001-1447S-019 MCCREARY VESELKA BRAGG & ALLEN PC TARA LEDAY,ESQ P O BOX 1269 ROUND ROCK TX 78680 TLEDAY@MVBALAW.COM
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012378P001-1447A-019 MORRIS JAMES LLP ERIC J MONZO; BRYA M KEILSON JASON S. LEVIN 500 DELAWARE AVE STE 1500 WILMINGTON DE 19801 JLEVIN@MORRISJAMES.COM	011702P001-1447A-019 NAME ADDRESS AND EMAIL INTENTIONALLY OMITTED	011702P001-1447A-019 NAME ADDRESS AND EMAIL INTENTIONALLY OMITTED	011702P001-1447A-019 NAME ADDRESS AND EMAIL INTENTIONALLY OMITTED

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000100P001-1447S-019 OFFICE OF UNEMPLOYMENT COMPENSATION TAX SERVCIES (DEB SECREST,AUTHORIZED AGENT DEPT OF LABOR & INDUSTRY,COMMONWEALTH OF PENNSYLVIA COLLECTIONS SUPPORT UNIT 651 BOAS ST.,RM 925 HARRISBURG PA 17121 RA-LI-UCTS-BANKRUPTCY@STATE.PA.US	000102P001-1447S-019 PACHULSKI STANG ZIEHL & JONES LLP BRADFORD J SANDLER;COLIN R ROBINSON 919 N MARKET ST.,17TH FLOOR WILMINGTON DE 19801 BSANDLER@PSZJLAW.COM	000102P001-1447S-019 PACHULSKI STANG ZIEHL & JONES LLP BRADFORD J SANDLER;COLIN R ROBINSON 919 N MARKET ST.,17TH FLOOR WILMINGTON DE 19801 CROBINSON@PSZJLAW.COM	000352P001-1447A-019 PENNSYLVANIA ATTORNEY GENERAL JOSH SHAPIRO 1600 STRAWBERRY SQUARE 16TH FLOOR HARRISBURG PA 17120 PRESS@ATTORNEYGENERAL.GOV
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006166S001-1447A-019 G&I VI SOUTH FLORIDA PORTFOLIO SPE LLC EQUITY ONE REALTY AND MANAGEMENT FL INC PENN DUTCH PROPERTY MANAGER 1550 NORTHEAST MIAMI GARDENS DR STE 500 NORTH MIAMI BEACH FL 33179	000348P001-1447A-019 GEORGIA ATTORNEY GENERAL CHRIS CARR 40 CAPITAL SQUARE SW ATLANTA GA 30334-1300	000055P001-1447S-019 GREYLION PERELLA WEINBERG PARTNERS ATTN: GENERAL COUNSEL GENERAL COUNSEL 767 FIFTH AVENUE NEW YORK NY 10153	000006P001-1447S-019 INTERNAL REVENUE SVC CENTRALIZED INSOLVENCY OPERATION 2970 MARKET ST MAIL STOP 5 Q30 133 PHILADELPHIA PA 19104-5016
012028P001-1447A-019 JOHN R WEAVER JR PA JOHN R WEAVER JR 831 N TATNALL ST WILMINGTON DE 19801	000014P001-1447S-019 MICHIGAN DEPT OF TREASURY, TAX POL DIV LITIGATION LIAISON 430 WEST ALLEGAN ST 2ND FL AUSTIN BLDG LANSING MI 48922	000351P001-1447A-019 MISSISSIPPI ATTORNEY GENERAL LYNN FITCH WALTER SILLERS BUILDING 550 HIGH ST STE 1200 JACKSON MS 39201	000353P001-1447A-019 RHODE ISLAND ATTORNEY GENERAL PETER F NERONHA 150 S MAIN ST PROVIDENCE RI 02903
000019P001-1447S-019 SECURITIES AND EXCHANGE COMMISSION NY REG OFFICE BANKRUPTCY DEPT BROOKFIELD PL 200 VESEY ST STE 400 NEW YORK NY 10281-1022	000016P001-1447S-019 SOCIAL SECURITY ADMINISTRATION OFFICE OF THE GEN COUNSEL REGION 3 300 SPRING GDN ST PHILADELPHIA PA 19123	000355P001-1447A-019 TEXAS ATTORNEY GENERAL KEN PAXTON 300 W 15TH ST AUSTIN TX 78701	011742P001-1447A-019 US DEPT OF JUSTICE OFFICE OF THE ATTORNEY GENERAL 950 PENNSYLVANIA AVENUE NW WASHINGTON DC 20530-0001
000015P001-1447S-019 US EPA REG 3 OFFICE OF REG COUNSEL 1650 ARCH ST PHILADELPHIA PA 19103	000356P001-1447A-019 VIRGINIA ATTORNEY GENERAL MARK R HERRING 202 NORTH NINTH ST RICHMOND VA 23219	000083P001-1447S-019 WESTWOOD PLAZA LLC STEVEN LEONI 2020 WEST PENSACOLA ST.,STE 285 TALLAHASSEE FL 32304	

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000017P001-1447S-019 ARIZONA ATTORNEY GENERAL'S OFFICE PO BOX 6123 MD 7611 PHOENIX AZ 85005	000013P001-1447S-019 FRANCHISE TAX BOARD BANKRUPTCY SECTION MSA340 PO BOX 2952 SACRAMENTO CA 95812	000005P001-1447S-019 INTERNAL REVENUE SVC CENTRALIZED INSOLVENCY OPERATION PO BOX 7346 PHILADELPHIA PA 19101	000354P001-1447A-019 TENNESSEE ATTORNEY GENERAL HERBERT H SLATERY III PO BOX 20207 NASHVILLE TN 37202
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